

08-21-2003

Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)



102530711

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

B-20-03

Tab settings ⇨ ⇨ ⇨

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

## 1. Name of conveying party(ies):

**CANADIAN IMPERIAL BANK OF COMMERCE**

- ☐ Individual(s) ☐ Association
- ☐ General Partnership ☐ Limited Partnership
- ☐ Corporation-State
- ☒ Other Bank

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

## 3. Nature of conveyance:

- ☐ Assignment ☐ Merger
- ☐ Security Agreement ☐ Change of Name
- ☒ Other Release of Security Agreement

Execution Date: August 20, 2003

## 2. Name and address of receiving party(ies):

Name: Sundance/Newbridge Educational Publishing, LLC

Internal

Address: c/o Hights Cross Communications, Inc.Street Address: 10 New King Street, Suite 110City: White Plains State: NY Zip: 10604

- ☐ Individual(s) citizenship \_\_\_\_\_
- ☐ Association \_\_\_\_\_
- ☐ General Partnership \_\_\_\_\_
- ☐ Limited Partnership \_\_\_\_\_
- ☐ Corporation-State \_\_\_\_\_
- ☒ Other a Delaware limited liability company

If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☐ No  
(Designations must be a separate document from assignment)  
Additional name(s) & address(es) attached? ☐ Yes ☒ No

## 4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

## B. Trademark Registration No.(s)

See Attached Trademark Schedule

Additional number(s) attached ☒ Yes ☐ No

## 5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Julie L. Dalke, Esq.Internal Address: Latham & Watkins LLPStreet Address: 650 Town Center Drive, Suite 2000City: Costa Mesa State: CA Zip: 92626

## 6. Total number of applications and registrations involved:.....

21

7. Total fee (37 CFR 3.41).....\$ 540.00

- ☒ Enclosed
- ☐ Authorized to be charged to deposit account

## 8. Deposit account number

500524 (For additional fees, if any)

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

## 9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Patricia A. Conner

Name of Person Signing

Signature

August 20, 2003

Date

Total number of pages including cover sheet, attachments, and document: 7

08/20/2003 EDOOPER 00000244 73676206

01 FC:0321  
02 FC:032240.00 OP  
300.00 OP

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
Washington, D.C. 20231

OC\621796.1

TRADEMARK  
REEL: 002804 FRAME: 0923

## Sundance/Newbridge Educational Publishing, LLC

Trademarks\*\*\*

<u>Trademark</u>	<u>Registration/Serial No.</u>	<u>Registration Date/Filing Date</u>
NEWBRIDGE SMART SCIENCE*	75/676,286	April 7, 1999
NEWBRIDGE SMART GUIDES*	75/673,912	April 5, 1999
NEWBRIDGE KIDS CONNECT*	75/670,976	March 30, 1999
PERFORMANCE POWER*	75/635,602	February 8, 1999
THINKING LIKE A SCIENTIST*	75/538,371	August 16, 1998
NEWBRIDGE DISCOVERY STATION*	75/538,373	August 18, 1998
NEWBRIDGE DISCOVERY LINKS	75/538,374	August 18, 1998
TEST POWER*	75/538,372	August 18, 1998
DISCOVERY STATION**	75/115,181	June 6, 1996
DISCOVERY LINKS**	75/318,767	July 2, 1997
NEWBRIDGE (Cl. 16)	1,735,677	November 24, 1992
NEWBRIDGE (Cl. 42)	1,757,761	March 9, 1993
NEWBRIDGE (Cl. 9)	1,799,967	October 19, 1993

\* Intent to Use Application

\*\* Opposition Pending

\*\*\* The above marks were originally registered in the name of Newbridge Educational Publishing, LLC. Newbridge Educational Publishing, LLC merged with and into Sundance Publishing, LLC (surviving company) and Sundance Publishing, LLC changed its name to Sundance/Newbridge Educational Publishing, LLC.

## Sundance/Newbridge Educational Publishing, LLC

Trademarks\*

<u>Trademark</u>	<u>Registration/Serial No.</u>	<u>Registration Date/Filing Date</u>
SUNDANCE	75/357,415	September 15, 1997
CHAPTER BY CHAPTER	2,228,067	March 2, 1999
NOVEL IDEAS	2,231,963	March 16, 1999
LIFT LITERATURE IS FOR THINKING	2,225,675	February 23, 1999
A ALPHAKIDS	2,216,549	January 5, 1999
THE AMERICAN COOKING GUILD	1,765,016	April 13, 1993
INSIGHT	1,340,644	June 11, 1985
LEAP	1,347,689	July 9, 1985

\* The above marks were originally registered in the name of Sundance Publishing, LLC. Sundance Publishing, LLC changed its name to Sundance/Newbridge Educational Publishing, LLC.

**RELEASE OF SECURITY INTEREST**  
**IN TRADEMARK COLLATERAL**

This RELEASE, dated as of August 22, 2003, is made by CANADIAN IMPERIAL BANK OF COMMERCE, as administrative agent (together with its successor(s) thereto, in such capacity as Administrative Agent for each of the Secured Parties) ("CIBC"), pursuant to the termination of the Credit Agreement, dated as of December 10, 1999, by and among CIBC, Haight's Cross Operating Company (the "Borrower") and the other parties named therein (the "Credit Agreement").

W I T N E S S E T H:

WHEREAS, pursuant to the Credit Agreement each of the Borrower's subsidiaries were required to guaranty the Borrower's obligations thereunder;

WHEREAS, Sundance/Newbridge Educational Publishing, LLC (the "Company"), a subsidiary of the Borrower, granted security interests pursuant to the following:

A Trademark Security Agreement dated December 10, 1999 between NEWBRIDGE EDUCATIONAL PUBLISHING, LLC (Newbridge Educational Publishing, LLC merged with and into Sundance Publishing, LLC and Sundance Publishing, LLC changed its name to Sundance/Newbridge Educational Publishing, LLC) and CIBC (the "Newbridge Trademark Agreement"), recorded with the U.S. Patent and Trademark Office on January 19, 2000, Reel/Frame 2019/0354; and

A Trademark Security Agreement dated December 10, 1999 by and between SUNDANCE PUBLISHING, LLC (formerly known as Sundance Publishing, LLC) and CIBC ("Sundance Trademark Agreement" and together with the Newbridge Trademark Agreement, the "Trademark Agreements"), recorded with the U.S. Patent and Trademark Office on January 19, 2000, Reel/Frame 2019/0363.

WHEREAS, CIBC acknowledges that upon the satisfaction of all conditions set forth in the payoff letter by and between CIBC and the Borrower dated as of August 22, 2003, full payment, performance and satisfaction of the Notes issued pursuant to the Credit Agreement secured by the Trademark Agreements shall have been made; and

WHEREAS, the Borrower has requested that CIBC release its security interest in the Collateral, as defined in the Trademark Agreements in connection with the termination of both the Credit Agreement and the Trademark Agreements (the "Released Collateral").

NOW, THEREFORE, CIBC hereby **RELEASES** all of its security interest in the Trademark Collateral listed on Schedule A attached hereto and incorporated herein by reference and any other Collateral described in the Newbridge Trademark Agreement and CIBC hereby **RELEASES** all of its security interest in the Trademark Collateral listed on Schedule B attached hereto and incorporated herein by reference and any other Collateral described in the Sundance Trademark Agreement.

CIBC agrees, at the Borrower's expense to cooperate with the Borrower and its subsidiaries and to provide the Borrower and its subsidiaries with the information and additional authorization necessary to effect the release of CIBC's security interest in the Released Collateral.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, CIBC has executed this Release as of the date first set forth above.

CANADIAN IMPERIAL BANK OF COMMERCE

By:

Name:

Title:

Joan S. Griffin  
Executive Director,  
CIBC World Markets Corp.  
AS AGENT

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF New York  
COUNTY OF Queens

ss.

On this 18<sup>th</sup> day of August, 2003, before me personally appeared Joan S. Griffin  
proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument  
on behalf of CIBC, and acknowledged to me that he executed the same in his authorized capacity, and  
that by his signature on the instrument the person, or the entity upon behalf of which the person acted,  
executed the instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this 18<sup>th</sup>  
day of August, 2003

Erma Pecoraro  
Notary Public

{seal}

ERMA PECORARO  
Notary Public, State of New York  
No. 01PE6054247  
Qualified in Queens County  
Commission Expires Jan. 29, 2007

**Sundance/Newbridge Educational Publishing, LLC**

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**Sundance/Newbridge Educational Publishing, LLC**

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